

**AMENDMENT
TO THE
INTERCONNECTION AGREEMENT BETWEEN
1-800-RECONEX, INC. AND
BELLSOUTH TELECOMMUNICATIONS, INC.
DATED DECEMBER 13, 2002**

This Amendment is entered into by and between 1-800-RECONEX, INC. ("1-800-RECONEX") and BellSouth Telecommunications, Inc. ("BellSouth") hereinafter referred to collectively as the "Parties," to amend that certain Interconnection Agreement between the Parties dated December 13, 2002, ("Interconnection Agreement").

WHEREAS, 1-800-RECONEX, an Oregon corporation, has changed the name of said business to 1-800-RECONEX, INC. d/b/a USTEL ("1-800-RECONEX") in Florida, Georgia, North Carolina, Kentucky, Louisiana, Mississippi, South Carolina and Tennessee and 1-800-RECONEX, Inc. ("1-800-RECONEX") in Alabama.


WHEREAS, the Parties desire that the Interconnection Agreement be amended to reflect the correct corporate entity name.

NOW, THEREFORE, in consideration of the mutual promises and covenants contained herein and other good and valuable consideration, the receipt and sufficiency of which are hereby acknowledged, the Parties hereby covenant and agree as follows:

1. The name of 1-800-RECONEX, Inc. in the Interconnection Agreement is hereby deleted throughout the Interconnection Agreement and replaced with 1-800-RECONEX, Inc. d/b/a USTEL ("1-800-RECONEX") in Florida, Georgia, North Carolina, Kentucky, Louisiana, Mississippi, South Carolina and Tennessee and 1-800-RECONEX, Inc. ("1-800-RECONEX") in Alabama.
2. All of the other provisions of the Interconnection Agreement, dated December 13, 2002, shall remain in full force and effect.
3. Either or both of the Parties is authorized to submit this Amendment to each Public Service Commission for approval subject to Section 252(e) of the Telecommunications Act of 1996.

IN WITNESS WHEREOF, the Parties hereto have caused this Amendment to be executed by their respective duly authorized representatives and such amendment shall be effective thirty (30) days after the last signature.

1-800-RECONEX, INC. d/b/a USTEL



Signature

William E Braun
Name

VP & General Counsel
Title

5-14-03
Date

BellSouth Telecommunications, Inc.



Signature

Elizabeth R. A. Shiroishi
Name

Director
Title

5/21/03
Date